FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549	

OMB APPROVAL

hours per response:

OMB Number:	3235-0287
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0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* PAGLIUCA STEPHEN G																k all applica	able)	g Pers	on(s) to Issu	
(Last) (First) (Middle) 56 TOP GALLANT RD						3. Date of Earliest Transaction (Month/Day/Year) 06/08/2006										Officer (below)	give title		Other (s below)	specify
P.O. BOX	4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable									
(Street) STAMFORD CT 06904-2212														Line) X	,					
(City)	(S	tate)	(Zip)																	
		Та	ble I - Non	-Deriva	ative	Sec	curiti	es A	cqu	uired, C)isp	osed of	, or Ben	efic	ially	Owned				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)					r) E	2A. Deemed Execution Date if any (Month/Day/Yea		e, Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			4 and Securit Benefic Owned		lly ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	/	Amount (A)		Pric	се	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/\)	Co	Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisabl Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Sec (Instr. 3 and 4)		f g Secu		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					ode V		(A)	(D)	Date Exe	e rcisable	Ex Da	piration te	Title	Amo or Num of Shar	ber					
Restricted Stock Units	\$0.0005	06/08/2006		A	A		4,791		06/0	08/2007 ⁽¹⁾	06.	/08/2007 ⁽¹⁾	Common Stock	4,7	91	\$0	4,791		D	

Explanation of Responses:

1. One Hundred Percent (100%) of the Restricted Stock Units shall vest on the one (1) year anniversary of the Vesting Commencement Date, 06/08/2006, subject to Grantee's Continued Service through such date.

/s/ Kevin Feeney for Stephen G. Pagliuca 06/09/2006

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.